

1 Request for Production of Documents?

2 MR. SHELOWITZ: Yeah. I think it may say
3 claimants on there if I -- that's what it is.

4 Yeah, it does say Defendants' First Request
5 for Production of Documents.

6 MR. MONAGHAN: Okay. I have it.

7 BY MR. SHELOWITZ:

8 Q Okay. Ms. Bernfeld, you're going to be shown
9 -- well, I guess we'll wait until the court reporter
10 can mark it up.

11 (Bernfeld Exhibit A.)

12 BY MR. SHELOWITZ:

13 Q Okay. We're showing you a document marked as
14 Bernfeld Exhibit A, which is a request for the
15 production of documents that we delivered to your
16 attorneys.

17 Why don't you take a moment just to, you
18 know, look through this document and familiarize
19 yourself with it. Just let me know when you've gone
20 through it.

21 A I just looked through the pages quickly.

22 Q Have you seen this document before?

23 A I don't think so.

24 Q Okay. This was served on your counsel in
25 connection with the discovery process of this

1 litigation and requested various documents. And we
2 would request that you look through this and produce at
3 your earliest convenience any documents that you have
4 in your possession whether they're in your office in
5 Longboat Key or in your office in New York.

6 And I'd like to direct your attention in
7 particular to paragraphs 24 and 25 on page 9. It says,
8 Any requests for documents or communications relating
9 to the sale of the recordings, including but not
10 limited to invoices, canceled checks, customer
11 transactions, books and ledgers and/or accountings.
12 That's referring to the recordings on the Songs for
13 Dogs and Songs for Cats. Do you have any of that
14 information?

15 A I think so. I'm not sure. Anne would know
16 more about that.

17 Q And if you had that information, where would
18 it be kept?

19 A Well, Anne kept most of the -- Anne kept the
20 Gloryvision files, so that's in New York.

21 Q And where would that be located in New York?

22 A Most likely at Garnerville, the office.

23 Q And with regard to sales of the CD and book,
24 including invoices, canceled checks, customer
25 transactions, books and ledgers and/or accountings, do

1 you have any of that information in your possession or
2 control?

3 A That information would be in the Gloryvision
4 files in New York.

5 Q Also in Garnerville?

6 A Yes, most likely.

7 Q And would you have any of that in your office
8 in Longboat Key or anywhere else outside of
9 Garnerville?

10 A No.

11 Q And with regard to any documents regarding
12 the worldwide sales of the recordings on Songs for Dogs
13 and Cats from 1999 until today, would you have that
14 documentation?

15 A Anything would be in the office in New York,
16 you know, in Gloryvision's office, not here.

17 Q And is there anyone that stays in the office
18 in Garnerville when you and Ms. Bryant are in Florida?

19 A Not to my knowledge.

20 Q And so the files that you're talking about
21 that you're saying that they're in Garnerville, how
22 would they get there, if you know?

23 A How would they -- excuse me, could you repeat
24 the question?

25 Q How would they get in the Gloryvision file?

1 A Could you repeat the question? I'm sorry, I
2 don't understand.

3 Q I've asked you about certain categories of
4 documents that we've set forth in this document
5 request, and you've replied to each of the questions
6 that the documents would be in the Gloryvision file in
7 New York in Garnerville.

8 A Yes.

9 Q And the question was how would those
10 documents get into that file if you and Anne are in
11 Florida?

12 A Because I thought you were talking about --
13 these are older files that you were talking about
14 from -- you know, when we had them manufactured with
15 Russ Palladino and Europadisk and older sales figures
16 from when these albums came out in 1994 and 1996.

17 Q And this request starts from 1999 and it goes
18 until the present date.

19 And do you continue to file things in the
20 Gloryvision file?

21 A In terms of sales?

22 Q Yes.

23 A You know, when we have sales. I mean, you
24 know --

25 Q And so are there any files that you have in

1 Longboat?

2 A No.

3 Q And so is there a -- how do you know when you
4 have sales?

5 A Well, we had a sale and -- we just had a
6 sale, so Anne may have that piece of information. I
7 don't know.

8 Q And so is it possible that along with that
9 recent piece of information she has other information
10 in Longboat?

11 A I don't think so, but -- I don't think so.
12 I'm not sure.

13 Q So are you involved with any sales of the
14 Songs for Dogs and Songs for Cats?

15 A At the moment?

16 Q At the moment.

17 A I'm not particularly involved with them, no.

18 Q And were you ever involved in connection with
19 the sales of the recordings on the Songs for Dogs and
20 Songs for Cats?

21 A Yes.

22 Q And when was the last time you were involved
23 with such sales?

24 A Prior to entering into our agreement with
25 Mr. Maxwell in 1999 I was active in marketing Songs for

1 Dogs and Songs for Cats.

2 Q And after entering into the agreement in 1999
3 were you involved?

4 A Yes, but not as active.

5 Q And can you describe what you mean by that?

6 A I was not actively pursuing marketing the
7 product at that time.

8 Q After 1999?

9 A Right.

10 Q Correct?

11 A Yes.

12 Q Okay. Did there ever come a time that you
13 were introduced to Mr. Maxwell of Media Right
14 Productions?

15 A Russ Palladino first mentioned Mr. Maxwell to
16 me.

17 Q And do you remember the context in which
18 Mr. Palladino mentioned Mr. Maxwell?

19 A Yes.

20 Q Can you describe what that was?

21 A He first mentioned him as his partner and
22 they were writing a song together, and Mr. Palladino
23 asked my advice as to how to either sell the song or --
24 you know, what type of contract you use, et cetera. He
25 was asking my advice in relation to his marketing this

1 song that he was writing with Doug Maxwell.

2 Q And how did you come to meet Mr. Maxwell?

3 A I never actually met Mr. Maxwell, I just
4 talked with him on the phone.

5 Q And how did you come to have your first
6 conversation on the phone with Mr. Maxwell?

7 A I then talked with Russ Palladino after we
8 initially brought him Songs for Dogs and Songs for
9 Cats. And I don't remember the time frame, but maybe
10 it was -- I don't know. I don't remember. Months
11 later. Six months later. More. I don't know.

12 I met with him again, or went down to
13 Europadisk, and he told me that he was -- him and his
14 partner, Doug Maxwell, were doing Music for Lovers and
15 Music for Golfers. They had now started creating these
16 niche albums, and he mentioned Mr. Maxwell to me then.

17 Q And didn't Mr. Palladino tell you that
18 Mr. Maxwell was his best friend?

19 A I don't remember that.

20 Q And isn't it true that you were looking for
21 some assistance to help you market your Songs for Dogs
22 and Cats at that time?

23 A Initially we weren't. When I first met Russ
24 we weren't. As -- during maybe a year after, I don't
25 remember the time frame, he had mentioned to me

1 actually when I had gone to him the second time, and
2 all of a sudden he was -- he had been creating this
3 Music for Lovers and Music for Golfers. I think he
4 approached me, actually.

5 MR. SHELOWITZ: Excuse me, can you just hold
6 on one second? I'm sorry. I have something
7 happening here. Just one moment.

8 (Off the record.)

9 MR. SHELOWITZ: Okay. Can you just repeat
10 the last statement that was made before that
11 interruption, court reporter?

12 (The last answer was read back by the court
13 reporter.)

14 BY MR. SHELOWITZ:

15 Q And, Ms. Bernfeld, isn't it true that
16 Mr. Palladino told you of the discussions that
17 Mr. Maxwell was having with The Orchard at the time in
18 connection with the possible sale of your music that
19 Russ Palladino had pressed for you?

20 A No.

21 Q So you did not know at all before speaking
22 with Mr. Maxwell that Mr. Maxwell was involved with
23 discussions with The Orchard regarding the sale of his
24 music?

25 A I did not know that he was involved with The

1 Orchard.

2 Q Did there ever come a time that Mr. Maxwell
3 told you that, Mr. Maxwell or Mr. Palladino for that
4 matter, told you that they were in discussions with
5 The Orchard regarding the sale of music by
6 Mr. Palladino and Mr. Maxwell?

7 A No.

8 Q Okay. So your testimony today is that you
9 never knew at the time that Mr. Palladino introduced
10 you to Mr. Maxwell and in your discussions with
11 Mr. Maxwell that Mr. Maxwell was involved with
12 discussions with The Orchard?

13 A Not that I remember.

14 Q You're sure about that?

15 A Yes. He never -- yes.

16 Q Okay. And in connection with your
17 discussions that you had with Mr. Maxwell, do you
18 recall what the purpose of the discussions were?

19 A Yes.

20 Q And can you tell us what your understanding
21 was of the purpose of those discussions?

22 A Our discussions were about Mr. Maxwell being
23 a sales representative for our gift products Songs for
24 Dogs and Songs for Cats.

25 Q And was there anything else that you recall

1 that Mr. Maxwell was involved in at that time?

2 A Not that I remember.

3 Q And do you recall what the outline of that
4 discussion was for the relationship between yourself
5 and Mr. Maxwell?

6 A We talked about a contract, a sales
7 representation agreement initially on my first
8 conversation with him over the phone.

9 Q And did you have a second conversation with
10 Mr. Maxwell?

11 A I had a second conversation with Mr. Maxwell
12 after he sent me the contract.

13 Q And do you recall the nature of the
14 discussions on that call?

15 A Yes. We went over the contract and I added a
16 point in the contract.

17 Q What point was that?

18 A Was that each and every deal is a different
19 deal; therefore, he would have to come back to me to
20 discuss the deal and the percentages involved in any
21 deal.

22 Q Okay. And is it true that your understanding
23 was that you were giving Mr. Maxwell the right to
24 represent your products pursuant to that agreement?

25 A My understanding was I was giving Mr. Maxwell

1 the right to market my physical product and find
2 sales -- venues for it.

3 Q And after that second conversation that you
4 just referred to, was there any other conversation that
5 you ever had with Mr. Maxwell?

6 A Not that I remember.

7 Q Is it possible that there was one that you
8 don't remember?

9 A I don't think so.

10 Q And have you ever had any conversations with
11 Mr. Maxwell until today after that second conversation?

12 A I never had another conversation with
13 Mr. Maxwell.

14 MR. SHELOWITZ: I would like to introduce
15 what we'll refer to as Bernfeld Exhibit B, which
16 is a copy of a document that is captioned a
17 Product Representation Agreement.

18 MR. MONAGHAN: Are you talking, Mitch, about
19 the one that was marked at Maxwell's deposition?

20 MR. SHELOWITZ: Yeah, exactly.

21 MR. MONAGHAN: All right. So that has
22 previously been marked. We don't need a new
23 exhibit number.

24 MR. SHELOWITZ: Okay. So this was --

25 MR. MONAGHAN: That was Maxwell 3.

1 MR. SHELOWITZ: Maxwell 3.

2 MR. MONAGHAN: I'm showing the witness
3 Maxwell 3.

4 BY MR. SHELOWITZ:

5 Q And have you seen this document before,
6 Ms. Bernfeld?

7 A Yes.

8 Q And is this the agreement that you were
9 referring to?

10 A Yes.

11 Q And if you'd turn to the second page of that
12 document, there's some signatures.

13 On the first signature under -- or above the
14 word Gloryvision, can you identify that signature?

15 A That's my signature.

16 Q And did you, in fact, sign that document?

17 A Yes, I did.

18 Q And on the bottom there's some handwritten
19 notes.

20 A That was the piece of information that I just
21 told you about that I discussed on the phone with
22 Mr. Maxwell and added that. That is my writing and my
23 initial.

24 Q And if you could just -- if I could take you
25 back to the time that this was discussed, the first

1 conversation and the second one. Do you recall who
2 drafted this agreement?

3 A Mr. Maxwell drafted this agreement.

4 Q And did he send you a draft before your first
5 conversation?

6 A I don't remember.

7 Q Did he send you a draft after your first
8 conversation?

9 A Yes, I think that's when he sent me the
10 contract, is after our first conversation.

11 Q And did you ask Mr. Maxwell to make any
12 changes to this agreement after you first received his
13 original draft?

14 A I don't remember.

15 Q Is it possible that you did?

16 A I don't remember.

17 Q And do you recall what Gloryvision's
18 obligations were under this agreement?

19 MR. MONAGHAN: Objection. The agreement
20 speaks for itself.

21 BY MR. SHELOWITZ:

22 Q You can answer the question.

23 MR. MONAGHAN: You can answer.

24 THE DEPONENT: Yeah. I mean, I'm looking at
25 the agreement, so -- I mean, it says in the

1 agreement what our obligations are.

2 BY MR. SHELOWITZ:

3 Q Now, if I could direct your attention,
4 Ms. Bernfeld, I'm going to count from the top of the
5 first page, one, two, three, four, five, six, the sixth
6 paragraph down from the top.

7 A Uh-huh.

8 Q Could you just review that provision? It
9 ends in the event that.

10 A Uh-huh.

11 Q Have you read that provision?

12 A Yes, I just read that.

13 Q What's your understanding of that provision?

14 A If Media Right elects to use its
15 relationships with other third-party distributors for
16 the purpose of marketing these products, Media Right
17 Productions will be entitled to 20 percent to the gross
18 sales after any commissions are paid to the third
19 party. In no event, however, shall the combined
20 commissions exceed 35 percent of gross sales unless
21 agreed to in advance by Gloryvision.

22 Q Right.

23 And what is your understanding of that
24 provision?

25 A Well, my understanding is what that says. I

1 mean, I don't -- I don't know what I have to say
2 anymore. But, also, my understanding is that the --
3 excuse me, just let -- my understanding is that's what
4 it said. And, also, my understanding is is that the --
5 the line that I added, my understanding, requires
6 Mr. Maxwell to be very clear to me about every deal
7 that he's entering. And, also, my understanding is
8 that I never gave Mr. Maxwell any authority to enter
9 and sign any agreement on my behalf, to sign any
10 contract on my behalf with any third party.

11 Q Okay. You mentioned that you never talked to
12 Mr. Maxwell after that second conversation. Did you
13 ever correspond with Mr. Maxwell after that second
14 conversation in writing in any form other than the
15 lawsuit?

16 A No.

17 Q Did you ever notify Mr. Maxwell that the
18 contract was no longer in effect?

19 A I didn't need to do that.

20 Q It's just a yes or no question.

21 A No.

22 Q Did Ms. Bernfeld ever talk to Mr. Maxwell --
23 did Ms. Bryant, I'm sorry, Ms. Bryant ever talk to
24 Mr. Maxwell at any time prior to the commencement of
25 the lawsuit and after the execution of signature of

1 this agreement?

2 A I don't think so.

3 Q You had testified earlier that there was a
4 time that you were reevaluating, if that's the way to
5 describe it, a business approach of Gloryvision, and
6 you went on the Internet and you said that you had seen
7 Songs for Dogs and Songs for Cats. Do you recall that
8 testimony?

9 A Yes.

10 Q And you said that you had seen it related to
11 Mr. Maxwell's or to the Media Right Productions?

12 A Yes, and The Orchard.

13 Q And The Orchard.

14 And did you ever attempt to contact
15 Mr. Maxwell to inquire whether he was in any way
16 responsible for what you had seen on the Internet?

17 A We were so outraged that our product was
18 being sold behind our backs and given away for free all
19 around the world I did not contact Mr. Maxwell, I went
20 directly to a lawyer.

21 Q And did you at any time seek to send
22 Mr. Maxwell a letter inquiring as to whether he may
23 have been responsible for what you had seen on the
24 Internet that you just described?

25 A I did not send him a letter, I figured the

1 parties Media Right and The Orchard were responsible
2 for distributing this information as far as -- all over
3 the world.

4 Q And what evidence, if anything, do you have
5 that Media Right and The Orchard are responsible for
6 what you had seen on the Internet?

7 A Their name was on my product, and they were
8 selling my product without my authorization all around
9 the world.

10 Q And do you have any information that, in
11 fact, they had been selling your product?

12 A No.

13 Q Your complaint contains a request for damages
14 in the amount of \$1,000,000. Can you explain the basis
15 for that number?

16 A It's very difficult for me to calculate how
17 many albums, how many songs were sold around the world
18 and shared around the world. It's very difficult for
19 me to calculate having -- creating a body of work and
20 then having it dismembered and broken apart and having
21 the --

22 Q Basically, I mean, do you have any financial
23 information or financial data supporting a \$1,000,000
24 damage claim?

25 A Well, as I told you before, it's very

1 difficult for me to calculate this.

2 Q Would you say that the damages that you're
3 claiming are based on what you believe the Defendants
4 may have received in revenue from the alleged sale of
5 Songs for Dogs and Songs for Cats?

6 A That's possible. I think it's based on a
7 number of things.

8 Q And with regard to the allegation in your
9 complaint that there was a trademark infringement, do
10 you yourself or through Gloryvision own any trademarks
11 relating to Songs for Dogs or Songs for Cats?

12 A Well, we trademark, I guess -- you know, the
13 -- there are like 20 different characters in there and
14 there are -- and the name was trademarked.

15 Q And when you say trademarked, did you apply
16 for a federal trademark registration for any of those
17 items that you just mentioned?

18 A I'm not sure whether we did that or not.

19 Q And who would know that?

20 A Anne would be more knowledgeable about that.

21 Q And if she says that you would be more
22 knowledgeable or she doesn't know, is there anyone else
23 that would know?

24 A No, not that I'm aware. No.

25 Q And if you did apply for a federal trademark

1 registration for any of those items that you just
2 mentioned, whether it's the album, whatever, the songs,
3 the characters --

4 A Is that the end of the question?

5 Q No.

6 A Sorry.

7 Q Where would those registrations be and --
8 strike that.

9 What name would the registrations be in?

10 A I'm not sure.

11 Q Could it be in Gloryvision's name?

12 A Possibly.

13 Q Could it be in your name?

14 A I don't know.

15 Q Could it be in Anne Bryant's name?

16 A I don't know.

17 Q And is there any other person outside of
18 Gloryvision, your name and Ms. Bryant's name that those
19 federal trademarks may be in if they were registered?

20 A No, I don't think so. No.

21 Q Are you a member of any performing right
22 societies?

23 A Yes.

24 Q And which performing right societies are you
25 involved in?

1 A I'm a member of BMI, I'm a member of the
2 Screen Actors Guild, I'm a member of AFTRA and I'm a
3 member of the Musicians' Union.

4 Q I didn't catch the last thing, Musicians --

5 A The Musicians' Union, local 802 of New York.

6 Q In New York?

7 A Uh-huh.

8 Q And with regard to your membership in BMI,
9 have you received any royalties for any of the works
10 that you have written at any time in your life?

11 A I may have. I have not received a lot of
12 royalties from my songwriting work.

13 Q And when you say not a lot, could you
14 estimate how much in royalties you may have received?

15 A I really don't know.

16 Q Is it more than \$100?

17 A Probably. I really don't know how many --
18 how much royalties I --

19 Q You said not a lot, so what is your
20 understanding of that?

21 A I don't know. Yeah, I don't know.

22 Q Would it be \$2,000?

23 A Possibly.

24 Q Could it be \$1,000,000?

25 A I don't think I received \$1,000,000 in

1 royalties for my songwriting.

2 Q And did you ever receive -- well, let's take
3 it back.

4 So it could be as little as \$10 and -- you
5 have absolutely no recollection of --

6 A No, I don't because -- I don't.

7 Q Do you remember the last time that you
8 received royalties from BMI?

9 A No, I don't remember.

10 Q Is it possible that you haven't received
11 royalties from BMI in 20 years?

12 A I don't think so because I was a member of
13 ASCAP before I was a member of BMI, so -- I hadn't been
14 a member of BMI for 20 years.

15 Q And did you ever receive any royalties from
16 ASCAP?

17 A I may have.

18 Q And when did you not renew your membership in
19 ASCAP?

20 A I think in the early '90s I transferred over
21 to BMI.

22 Q And did you ever receive any royalties from
23 BMI in connection with Songs for Dogs or Songs for Cats
24 songs?

25 A Right. I don't know. I'm not aware of it.

1 I may have and I'm not sure.

2 Q And do you have any records of your royalties
3 received from BMI?

4 A Anne would have those records.

5 Q Anne would have your personal records, also?

6 A Yeah. I mean, if we got them -- because we
7 did everything under Gloryvision to my knowledge.
8 Because she handled that aspect of the registering of
9 the songs and the copyrighting of the songs. She
10 handled that. So -- I think we did that all jointly.
11 And so, you know, that's more of her -- she would know
12 that more.

13 Q And I'm just -- I mean, this is a little bit
14 hard to believe, that you have no idea how much in
15 royalties you may have received.

16 A I don't think I received that many because --
17 first of all, we pretty much -- as far as I'm
18 concerned, my memory of it, is that we -- you know, we
19 did a joint writership on everything, you know, so --
20 and that's why. And so I don't have that much memory
21 of that.

22 Q So, again, you're saying it's not a lot, but
23 like if you have some memory that it's not a lot, can
24 you just help us understand what you mean by that? If
25 somebody asked me, I would know the answer what I'm

1 thinking.

2 A I don't know what it was. I really don't
3 know. I mean --

4 Q Would you say it's less than \$1,000?

5 A Possibly.

6 Q And would you say it would be less than \$500?

7 A I don't know.

8 Q Would you say that it would be more than
9 \$1,000?

10 A I don't know. I really don't know.

11 Q Okay. And so do you have any personal
12 records from BMI or ASCAP for any royalties you may
13 have received?

14 A I don't think so.

15 Q And with regard to AFTRA, can you describe
16 your involvement, if any?

17 A Yes. I'm a member of AFTRA and I'm a member
18 of the Screen Actors Guild, because by the time I was
19 17 -- when I was 17, I wrote and sang my first
20 commercial that made it on the air. And I had a very,
21 very successful and long career as a studio singer in
22 New York singing for the --

23 Q The question --

24 (Overlapping speech.)

25 A So what was the question?

1 So, yes, my current involvement -- my
2 involvement with AFTRA was as a performer and being --

3 Q What is your current involvement?

4 A I'm still a member of AFTRA.

5 Q Do you do anything? Are you involved in any
6 way with the organization other than membership?

7 A No.

8 Q And have you had any involvement other than
9 membership since 1994?

10 A You mean like an active member of AFTRA or
11 something?

12 Q Anything other than membership with AFTRA.

13 A I've been a member since -- you know, since,
14 I think, the '70s, and I've been, you know --

15 Q And with regard to the Musicians' Union,
16 local 802, are you a member today?

17 A Yes, I'm still a member.

18 Q And how long have you been a member?

19 A I think I've been a member since either the
20 late '80s -- I'm not -- I think that's when I joined
21 that union.

22 Q And other than your membership with the local
23 802, are you involved in any other way?

24 A Yeah. The Screen Actors Guild was the first
25 union that I had to join when I sang and wrote a

1 Dentyne commercial.

2 Q Again, I'm just talking about the Musicians'
3 Union, local 802.

4 A Oh, excuse me.

5 Q Is there any other involvement that you have
6 with the local 802?

7 A No.

8 MR. SHELOWITZ: Okay. Maybe we could take --
9 I think we're just about ready to wrap this up.
10 If we could take another ten-minute break and then
11 we'll call back.

12 MR. MONAGHAN: Okay.

13 (Break.)

14 MR. SHELOWITZ: Ms. Bernfeld, we're -- at
15 this time we have no further questions. If -- of
16 course there are documents that we received
17 yesterday which we haven't had a chance to look
18 through, and there will be other documents that
19 we're going to request based on the testimony that
20 you've given, and we may certainly call you back
21 if necessary and appropriate.

22 We have no further questions at this time.

23 MR. MONAGHAN: Okay. Just from our
24 standpoint, unless there is something meaningful
25 that comes out of your request for documents

1 and --

2 MR. SHELOWITZ: Can you speak up? I can't
3 hear you.

4 MR. MONAGHAN: Yeah. I said -- I don't want
5 you to interpret my silence which is -- to
6 acquiesce to what you just said. We think that
7 you've gotten all the relevant information about
8 the case, but we'll take that as it comes.

9 MR. SHELOWITZ: Okay.

10 MR. MONAGHAN: Okay.

11 THEREUPON, the deposition of ELLEN BERNFELD,
12 taken at the instance of the Defendants, was concluded at
13 3:45 p.m.

14

15 NOTE: The original of the foregoing deposition
16 will be held by Attorney Shelowitz; a copy to Attorney
17 Monaghan.

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1 DEPONENT'S ERRATA SHEET AND SIGNATURE INSTRUCTIONS

2 The original of the Errata Sheet has been
3 delivered to Attorney Shelowitz, Counsel for Defendants.

4 When the Errata Sheet has been completed by the
5 Deponent and signed, a copy thereof should be delivered
6 to each party of record and the ORIGINAL delivered to
7 Attorney Shelowitz, Counsel for Defendants, to whom the
8 original deposition transcript was delivered.

9
10 INSTRUCTIONS TO DEPONENT

11 After reading this volume of your deposition,
12 indicate any corrections or changes to your testimony and
13 the reasons therefor on the Errata Sheet supplied to you
14 and sign it. DO NOT make marks or notations on the
15 transcript volume itself.

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1 ATTACH TO THE DEPOSITION OF ELLEN BERNFELD
CASE: BRYAN, BERNFELD vs. EUROPADISK, et al.
2 CASE NO.: 07-CV3050 (CLB)

3 ERRATA SHEET

4 I, ELLEN BERNFELD, have read the foregoing
5 deposition given by me on Wednesday, February 13, 2008,
6 in Sarasota, Florida, and the following corrections, if
7 any, should be made in the transcript:

8 PAGE#	LINE#	CORRECTION AND REASON THEREFOR
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17 Under penalties of perjury, I declare that I
18 have read the foregoing document and that the facts
19 stated in it are true.

20 SIGNED at _____, Florida, this ____
21 day of _____, 20 __.

22

23

ELLEN BERNFELD

24

25

CERTIFICATE OF REPORTER OATH

STATE OF FLORIDA

COUNTY OF SARASOTA

I, the undersigned authority, hereby certify
that the witness named herein personally appeared before
me and was duly sworn.

WITNESS my hand and official seal this
FEB 13 2008

Leihla Collins
Leihla Collins, RPR
NOTARY PUBLIC - STATE OF FLORIDA
MY COMMISSION NO. DD 565946
EXPIRES: July 11, 2010
SCLAFANI WILLIAMS COURT REPORTERS, INC.

LEIHLA COLLINS
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD565946
EXPIRES 7/11/2010
BONDED THRU 1-888-NOTARY1

REPORTER'S DEPOSITION CERTIFICATE

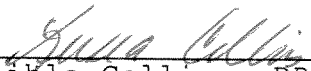
STATE OF FLORIDA

COUNTY OF SARASOTA

I, Leihla Collins, Registered Professional Reporter,
and Notary Public in and for the State of Florida at large,
hereby certify that the witness appeared before me for the
taking of the foregoing deposition, and that I was authorized
to and did stenographically and electronically report the
deposition, and that the transcript is a true and
complete record of my stenographic notes and recordings
thereof.

I FURTHER CERTIFY that I am neither an
attorney, nor counsel for the parties to this cause, nor
a relative or employee of any attorney or party
connected with this litigation, nor am I financially
interested in the outcome of this action.

DATED THIS FEB 13 2008 at Sarasota,
Sarasota County, Florida.



Leihla Collins, RPR
SCLAFANI WILLIAMS COURT REPORTERS, INC.

<p>A</p> <p>ability 5:24 6:5 able 16:19 28:3 53:2 absolutely 4:12 60:13 101:5 accept 7:2 accountings 82:11,25 acquiesce 106:6 action 4:24 110:17 active 85:25 86:4 104:10 actively 86:6 activities 37:21 41:7 Actors 100:2 103:18 104:24 actual 39:19 62:11,23 add 16:25 added 90:15 92:22 95:5 addition 24:14,20 address 7:6,12,18,23 8:6,9 39:14,16,19 admissible 12:18 advance 94:21 Adventurers 56:7 Adventures 55:7,19 56:8 advice 86:23,25 affect 5:24 6:5 afternoon 4:7 AFTRA 100:2 103:15,17 104:2,4,10,12 ago 9:6 11:18 50:3,5 75:22 agree 13:13 79:12 agreed 94:21 agreement 3:17 41:1,4 74:18 74:19,20,22 85:24 86:2 90:7,24 91:17 92:8 93:2,3 93:12,18,19,25 94:1 95:9 96:1 agreements 57:11,15 ahead 32:1 air 103:20 al 58:17 108:1 album 25:24 30:15 54:7,7 63:23 67:9 70:19 99:2 albums 20:18 58:4,22,24 59:5 72:25 73:3 84:16 87:16 97:17 allegation 98:8 alleged 98:4 allegedly 13:8 Allergic 60:8 66:11,17,18 allow 13:16,17 14:1 allowed 22:19 allowing 44:22 Amazing 22:2,11 23:6 amount 40:4 61:23 97:14 amounts 51:15 and/or 72:19 82:11,25 Angel 67:7,14 Anne 1:3 4:24 19:11 20:4 32:24 33:19,19 34:6,8,17 34:22 35:10 37:1 40:8 43:22 45:22,22 46:3,18,25 49:20,24 51:4,25 53:5,21 53:23 54:8,12,13,13,15,24 57:25 60:11,17,22,25</p>	<p>64:15 65:18,22 66:15,23 67:8,13,14,18,19,22 68:17 69:9 76:6,13,20,24,25 77:19,20,22 78:1,3,8,9,11 82:15,19,19 84:10 85:6 98:20 99:15 102:4,5 Anne's 35:18 60:25 66:24 answer 5:6,9,11,14,24 6:5 12:25 13:3,18 14:7,8 15:1 15:4,6 17:4 18:8 27:13,21 27:21,22,25 28:7,24 30:23 32:1 38:10 39:4 42:6 43:18,20 44:5 46:22 53:8 53:17 60:17 71:8,9,11 88:12 93:22,23 102:25 answered 15:24 43:25 44:14 answering 69:7 answers 28:3 42:15 anticipate 46:6,7 anybody 58:23 68:20 70:24 72:16 anymore 95:2 apart 97:20 apartment 8:1 apologize 71:18,20 APPEARANCES 2:1 appeared 109:5 110:7 appears 34:13 applications 19:10,14 apply 98:15,25 appreciate 28:2 approach 96:5 approached 26:7 88:4 appropriate 14:7,13 105:21 approximate 40:2 75:14 approximately 24:17,25 32:15 33:2 51:13 61:21 area 10:2 52:2 66:1,2 77:5 areas 10:25 28:1 68:8 arrangement 21:11 22:2,6 22:11,14,15 arrangements 25:8,12 arranger 19:19 20:10 34:12 77:1 arranging 21:5,13 54:4,6 artwork 78:19 ASCAP 101:13,16,19 103:12 asked 15:24 17:6 20:7 26:9 28:1 29:15 42:7 57:9 78:10 80:23,23 84:3 86:23 102:25 asking 5:3,21 12:17,19,22 13:5 14:24 16:2 17:9,18 18:10 27:24 42:17,17,21 44:4,25 50:24 63:22 68:11 86:25 aspect 34:7,9 60:23 102:8 assistance 87:21 Associates 2:7 assumption 32:22 ATTACH 108:1 attempt 96:14</p>	<p>attention 82:6 94:3 attorney 106:16,16 107:3,7 110:14,15 attorneys 81:16 attorney-client 68:7,8,10 attribution 59:3 audibly 5:7 audio 55:25 authored 72:18 authority 95:8 109:4 authorization 97:8 authorize 70:24 authorized 72:16,18 110:8 available 72:25 Avenue 8:8 aware 5:22 9:9 33:24 70:20 70:23 71:15,22 73:8 98:24 101:25</p> <p>B</p> <p>B 91:15 back 7:3 10:4 12:1,9 13:21 14:18,19 16:15 22:17 28:15,16 29:17 46:16 50:16 59:7,8 65:1 79:21 79:22,23 88:12 90:19 92:25 101:3 105:11,20 background 12:21 13:7 14:25 16:2,3 17:10 60:6 backgrounds 60:7 backs 96:18 Ballerina 66:21 band 54:21 base 32:22,25 based 22:20 23:16 98:3,6 105:19 basic 18:12 Basically 97:22 basis 76:19 97:14 began 11:24 26:18 41:19 beginning 32:19 36:20 55:24 57:20 behalf 1:12 95:9,10 belief 5:7 6:7 believe 12:18 14:7,14 51:11 71:14 98:3 102:14 Bernfeld 1:3,11 3:3,16 4:2,7 4:25 6:13,18 7:5,23 10:7 15:13 17:3 27:16 43:13 45:9 46:6,25 58:24,25 59:12 63:8 72:21 80:3,6 80:16 81:8,11,14 88:15 91:15 92:6 94:4 95:22 105:14 106:11 108:1,1,4 108:23 best 5:6 6:6 33:6 39:25 43:14 44:21 52:22 58:3 87:18 beyond 14:4 big 15:5 birth 6:15 Birthday 67:19 bit 4:11 16:3 42:14 56:4</p>	<p>102:13 biweekly 36:10 blank 66:13 BMI 100:1,8 101:8,11,13,14 101:21,23 102:3 103:12 body 97:19 Bogey 7:7,9 Bone 67:8,12 book 26:5,6,19,20 27:4 28:11,12 29:25 30:4,18,19 30:20 31:4 32:14 34:13 49:7,8 51:19 55:20 59:6 82:23 booklet 27:3,4 31:14 74:15 booklets 59:5,7 books 82:11,25 bottom 92:18 box 26:22,25 27:1 29:24 30:3 31:19 47:15,20 49:7 51:18 59:8,9 boxes 26:5,20 32:9 47:23 48:5,19,23 50:8,11,13 break 64:4 79:18,20 105:10 105:13 bridge 66:15 67:12 bring 15:11 62:17 broken 69:25 97:20 brother 58:24 Brothers 22:18 brought 10:1 16:4 76:17 87:8 BRYAN 108:1 Bryant 1:3 4:25 19:12 20:4 32:24 35:10 40:8 53:22,23 53:25 57:3,16,25 83:18 95:23,23 Bryant's 65:19 99:15,18 budget 19:21 building 39:24 40:3,5 bulk 19:1 business 33:20 34:7,9,10 37:17,18 54:9,11 55:1,3 71:13,17 76:7 77:21 96:5 buy 71:2,22 72:8,13 bylaws 57:11 B-O-G-E-Y 7:9</p> <p>C</p> <p>C 4:1 cafe 11:14,17,23 15:14 calculate 97:16,19 98:1 call 44:16 49:17 56:6 73:5 78:3 90:14 105:11,20 called 3:4 4:2 22:16,17 35:5 43:9 55:7,18 56:8 73:25 76:11 canceled 82:10,24 capacity 35:3 captioned 4:24 91:16 career 11:12 103:21 case 1:5 13:7,25 14:16 15:3 15:17,19 16:4 17:1 27:2 28:5 38:19,22 42:18 49:21</p>
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